

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
W.R. Grace & Co., <u>et al.</u> ,)	Case No. 01-01139 (JKF)
)	
)	Jointly Administered
Debtors.)	
)	

**ORDER APPROVING FOURTH QUARTERLY FEE APPLICATION OF
DUANE MORRIS LLP FOR COMPENSATION FOR
SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES AS
COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS FOR THE PERIOD FROM
JANUARY 1, 2002 THROUGH MARCH 31, 2002**

Upon consideration of the Fourth Quarterly Fee Application of Duane Morris LLP for Compensation for Services Rendered and Reimbursement of Expenses as Counsel to the Official Committee of Unsecured Creditors for the Period From January 1, 2002 Through March 31, 2001, filed on May 16, 2002 (the "Application"); and Notice of the Application having been served on May 16, 2002 upon the parties required by the Amended Administrative Order Under 11 U.S.C. §§ 105(a) and 331 Establishing Procedures For Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members (the "Administrative Order"); and, upon this Court's review the Application and any objections or statements of counsel related thereto, it is hereby

ORDERED, that the Application is GRANTED, and Duane Morris LLP is awarded (i) compensation for actual and necessary services rendered during the period from January 1, 2002 through and including March 31, 2002 in the amount of \$38,759.50 and (ii) reimbursement of expenses for said period in the amount of \$5,113.59; and it is further

ORDERED, that the Debtors are authorized to pay any and all unpaid fees and expenses requested in the Application from the Debtors' estates in accordance with the Administrative Order.

Dated: _____
Wilmington, Delaware

THE HONORABLE JUDITH K. FITZGERALD,
UNITED STATES BANKRUPTCY COURT JUDGE